

New York State Environmental Facilities Corporation
Meeting of the Board of Directors
Monday, June 13, 2022

Minutes

(Approved at the June 23, 2022 Annual Meeting of the Board of Directors)

A regular meeting of the Board of Directors was held on June 13, 2022, in the Board Room on the seventh floor of the Corporation's office located at 625 Broadway, Albany, New York and by videoconference, in accordance with the Corporation's Bylaws and Chapter 1 of the Laws of 2022. A quorum of the Directors was present as indicated:

Ex Officio Member Designees:

Jeffrey Stefanko, Chair Designee for the Commissioner of Environmental Conservation
Christine A Westerman, Designated Representative of the Commissioner of Health
James W. Leary, Designated Representative of the Secretary of State

Independent Members:

Francis T. Corcoran
Vita DeMarchi
Charles Kruzansky
Adam Zurofsky

EFC Staff:

Maureen A. Coleman, President and CEO
Michael P. Hale, Executive Vice President
Henrik Westin, General Counsel
Kate S. Howard, Secretary to the Corporation and Associate Counsel
William Brizzell, Director of Engineering
Brian McClintock, Director of Public Finance
Brian McEvoy, Director of Equity Finance
Albert Schnide, Controller
Maureen L. McGrath, Director of Administration and Corporate Operations
Derek Sellman, Deputy General Counsel
Michael Roizman, System Administrator
Bernadette Futia, Information Technology Coordinator III
Máire Cunningham, Program Manager
Kaitlin Penner, Deputy Director of Engineering
Adnan Mirza, Systems Administrator

Other Attendees:

Monika King, P.E., Bureau of Water Supply Protection NYSDOH

1. Roll call and declaration of quorum - The meeting was called to order by Mr. Stefanko at 3:19 p.m. Roll call was taken by the Secretary and a quorum was declared present.

2. Approval of Delegation of Authority (Christine A. Westerman)
Upon motion by Mr. Corcoran and seconded by Mr. Kruzansky, the Board unanimously approved the official proxy executed by New York State Commissioner of Health Mary T. Bassett, M.D., M.P.H., which designates Christine A. Westerman, M.P.H. to act as Commissioner Bassett's Official Member Designee in the Commissioner's absence at the Corporation's Board meetings. Ms. Westerman was present for the remainder of the meeting and participate as the Designated Representative of the Commissioner of Health.
3. Approval of the Draft Minutes from the May 12, 2022 Board Meeting
Upon motion by Ms. DeMarchi and seconded by Mr. Leary, the minutes from the May 12, 2022 meeting were unanimously approved.
4. Report of the Chair – No report from the Chair.
5. President's Report
 - President Coleman expressed her welcome to Ms. Westerman.
 - A request for qualifications was sent out for engineering services to develop asset management programs. A copy of the RFQ was provided to the Directors on June 6, 2022. Responses are due June 28, 2022.
 - President Coleman provided an overview of IUP listing deadlines and EFC's communications and outreach regarding B.I.L. funds and programs with a focus on lead service lines.
6. Committee Reports

The Governance Committee met on June 13, 2022 prior to the Board meeting. Ms. DeMarchi, the Chair of the committee provided a report to the Board on the matters discussed at the meeting.

 - a. The Governance Committee approved the minutes from the June 3, 2021 meeting.
 - b. The Governance Committee conducted its annual review of the following Governance Documents:
 - (i) By-Laws
The Governance Committee received and reviewed a copy of the Corporation's By-Laws. There were no proposed changes since the By-Laws were last approved. It was the recommendation of the Governance Committee that the By-Laws be readopted. Upon motion by Mr. Kruzansky and seconded by Mr. Corcoran, the Board voted unanimously to readopt the By-Laws.
 - (ii) Governance Committee Charter
The Governance Committee reviewed the Governance Committee Charter. There were no proposed changes since it was last approved. It was the recommendation of the Governance Committee that the Governance Committee Charter be readopted. Upon motion by Ms. Westerman and seconded by Ms. DeMarchi, the Board voted unanimously to readopt the Governance Committee Charter

(iii) The Governance Committee reviewed the following documents pursuant to the Committee's authority and responsibilities referenced in the Governance Committee Charter:

- Procurement Contract Guidelines
The Governance Committee Charter requires regular review of written policies for the procurement of goods and services. There are no proposed amendments to the Corporation's Procurement Contract Guidelines. It was the recommendation of the Governance Committee that the guidelines be reapproved by the full Board upon presentation of I.D. No.1 under Resolutions on the June 13, 2022 Board meeting agenda.
- Fundamental Policies and Procedures
 - The Governance Committee recommended removal of the Reporting/Investigation of Waste Fraud, and Abuse Claims which is ARRA specific from the list of fundamental policies.
- Qualifications of Appointed Board Members
There were no proposed changes
- Compiled results of the Board Performance Evaluation
- Policy Regarding the Time and Attendance and Compensation of Executive Staff
There are no proposed changes
- Defense and Indemnification statute covering state officers and employees
There was no change to this statute.

Ms. DeMarchi advised that it is the recommendation of the Governance Committee that the aforementioned policies and documents be approved by the Board. Upon motion by Mr. Corcoran and seconded by Mr. Zurofsky, the policies and other required documents developed in accordance with the Governance Committee's authority and responsibilities were unanimously approved.

(iv) Mission Statement and Performance Measurements

There are no changes to the Corporation's Mission Statement. However, there are recommended modifications to the Performance Goals.

It was the recommendation of the Governance Committee that the full Board approve the amended goals and readopt the Mission Statement.

Upon motion by Mr. Corcoran and seconded by Ms. Westerman, the Mission Statement and the new Performance Goals listed on the Mission Statement were unanimously approved by the.

(v) Performance Measurements Report for the period April 1, 2021 - March 31, 2022
(no Board action was required for this item)

7. Unfinished Business - There was no unfinished business.

8. Resolutions

Resolution No. 2910

Following its introduction by the Secretary, Mr. Corcoran moved for adoption of the resolution and the motion was seconded by Ms. DeMarchi. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION WITH RESPECT TO THE ANNUAL REVIEW AND APPROVAL OF THE PROCUREMENT CONTRACT GUIDELINES OF THE CORPORATION

Resolution No. 2911

Following its introduction by the Secretary, Mr. Kruzansky moved for adoption of the resolution and the motion was seconded by Mr. Corcoran. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION WITH RESPECT TO THE ANNUAL REVIEW AND APPROVAL OF THE INVESTMENT GUIDELINES AND THE INVESTMENT REPORT OF THE CORPORATION

Resolution No. 2912

Following its introduction by the Secretary, Ms. Westerman moved for adoption of the resolution and the motion was seconded by Ms. DeMarchi. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION AMENDING THE PRIOR AUTHORIZATION FOR FINANCIAL ASSISTANCE TO BE PROVIDED BY THE CORPORATION TO CERTAIN RECIPIENTS IN CONNECTION WITH THE DRINKING WATER STATE REVOLVING

Resolution No. 2913

Following its introduction by the Secretary, Ms. DeMarchi moved for adoption of the resolution and the motion was seconded by Mr. Kruzansky. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION MODIFYING THE AUTHORIZATION FOR FINANCIAL ASSISTANCE TO THE WATER AUTHORITY OF GREAT NECK NORTH IN CONNECTION WITH THE DISASTER RELIEF APPROPRIATIONS ACT, 2013 AND THE DRINKING WATER STATE REVOLVING FUND

Resolution No. 2914

Following its introduction by the Secretary, Mr. Corcoran moved for adoption of the resolution and the motion was seconded by Ms. Westerman. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION MAKING CERTAIN DETERMINATIONS AND AUTHORIZING CERTAIN ACTIONS IN CONNECTION WITH THE DRINKING WATER STATE REVOLVING FUND AND AUTHORIZING FINANCIAL ASSISTANCE PAYMENTS TO CERTAIN MUNICIPALITIES TO FUND ELIGIBLE DRINKING WATER PROJECTS FROM FUNDS APPROPRIATED FOR WATER INFRASTRUCTURE IMPROVEMENT PROJECTS

Resolution No. 2915

Following its introduction by the Secretary, Ms. Westerman moved for adoption of the resolution and the motion was seconded by Mr. Kruzansky. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION AMENDING THE PRIOR AUTHORIZATIONS FOR FINANCIAL ASSISTANCE TO BE PROVIDED BY THE CORPORATION TO CERTAIN RECIPIENTS IN CONNECTION WITH THE CLEAN WATER STATE REVOLVING FUND

Resolution No. 2916

Following its introduction by the Secretary, Ms. DeMarchi moved for adoption of the resolution and the motion was seconded by Mr. Leary. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION MAKING CERTAIN DETERMINATIONS AND AUTHORIZING CERTAIN ACTIONS IN CONNECTION WITH THE CLEAN WATER STATE REVOLVING FUND

9. New Business – no new business reported
10. Adjournment –With no further business to be discussed and upon motion by Ms. DeMarchi seconded by Mr. Zurofsky, the Board meeting was adjourned at 3:56 p.m.

BY: _____ /s/
Kate Siobhan Howard
Secretary to the Corporation